

**EXHIBIT D
TO ENGSTROM DECL.**

From: Engstrom, Shruti D.
Sent: Thursday, July 25, 2019 2:19 PM
To: 'Alison Christian'
Cc: 'Matt.H.Oglesby@p66.com'; 'Lon Johnson'; Ellison, John N.
Subject: RE: Major v. SFPP, L.P., et al.

Alison,

I'm following up on my email from yesterday. Defense counsel has an opportunity to settle this matter by the end of this week so Phillips 66 intends to settle this matter if possible. As Canal has already agreed to waive a voluntary payments defense, we expect that Canal will have no objection to Phillips 66 proceeding. We reiterate our request that Canal agree to fund this settlement.

Regards,
Shruti

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